

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11
	:	
ALL YEAR HOLDINGS LIMITED,	:	Case No. 21-12051 (MG)
	:	
Debtor.¹	:	
	:	
Fed. Tax Id. No. 98-1220822	:	
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**SCHEDULES OF ASSETS AND LIABILITIES
FOR ALL YEAR HOLDINGS LIMITED²**

¹ The Debtor's principal offices are located at 199 Lee Avenue, Suite 693, Brooklyn, New York 11211.

² The Debtor reserves all rights to amend, modify, or supplement its schedules of assets and liabilities and statement of financial affairs in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the schedules and statement as to amount, liability or classification, or to otherwise subsequently designate any claim as "disputed," "contingent" or "unliquidated." Nothing contained in the schedules and statement shall constitute a waiver of any rights with respect to the Debtor's Chapter 11 Case, including, but not limited to, issues involving equitable subordination, characterization or re-characterization of contracts, assumption or rejection of executory contracts and causes of action arising under chapter 5 of the Bankruptcy Code or any applicable non-bankruptcy laws to recover assets or avoid transfers.

Fill in this information to identify the case:

Debtor Name: All Year Holdings Limited
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (If known): 21-12051 (MG)

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*

\$0

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*

\$177,780,822.10

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*

\$177,780,822.10

Part 2: Summary of Liabilities

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$10,000,000.00

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*

\$0

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*

+ \$663,063,178

4. **Total liabilities**

Lines 2 + 3a + 3b

\$673,063,178

Fill in this information to identify the case:

Debtor name All Year Holdings Limited
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (If known): 21-12051 (MG)

☐ Check if this an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

\$ _____
\$ _____

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

\$ _____

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. BANK LEUMI	CHECKING	9600	\$4,006.703
3.2. ISRAEL DISCOUNT BANK	NIS ACCOUNT	4214	\$14,106 ¹
3.3. ISRAEL DISCOUNT BANK	USD ACCOUNT	4656	\$2,052

4. Other cash equivalents (Identify all)

\$ _____

4.1. _____
4.2. _____

\$ _____
\$ _____

5. Total of Part 1

\$4,022,861

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
☒ Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

¹ THE VALUE OF THE DEBTOR'S INTEREST IN THE NIS ACCOUNT WAS CONVERTED FROM ILS TO USD USING THE EXCHANGE RATE FROM DECEMBER 14, 2021.

Debtor All Year Holdings Limited
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7.1.	_____	\$ _____
8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent		
	Description, including name of holder of prepayment	
8.1.	D&O INSURANCE POLICY	
	LLOYDS OF LONDON	\$329,452.06
8.2.	INTEREST & EXPENSE PREPAYMENT	
	MISHMERET TRUST SERVICE COMPANY LTD., AS TRUSTEE FOR THE HOLDERS OF THE DEBENTURES (SERIES B)	\$4,788,018.00
8.3.	EXPENSE PREPAYMENT	
	MISHMERET TRUST SERVICE COMPANY LTD., AS TRUSTEE FOR THE HOLDERS OF THE DEBENTURES (SERIES C)	\$399,961.00
8.4.	INTEREST & EXPENSE PREPAYMENT	
	MISHMERET TRUST SERVICE COMPANY LTD., AS TRUSTEE FOR THE HOLDERS OF THE DEBENTURES (SERIES D)	\$5,831,664.00
8.5.	EXPENSE PREPAYMENT	
	MISHMERET TRUST SERVICE COMPANY LTD., AS TRUSTEE FOR THE HOLDERS OF THE DEBENTURES (SERIES E)	\$400,053.00
8.6.	FEE ADVANCE	
	KOFFSKY SCHWALB LLC	\$13,337.50
8.7.	FEE ADVANCE	
	WEIL, GOTSHAL & MANGES LLP	\$375,000.00
8.8.	FEE ADVANCE	
	ARCHER & GREINER PC	\$25,000.00
8.9.	FEE ADVANCE	
	CONYERS, FILL & PEARMAN	80,000.00
9. Total of Part 2		\$12,242,485.56
	Add lines 7 through 8. Copy the total to line 81.	

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☒ No. Go to Part 4.
☐ Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

11a. 90 days old or less: _____ - _____ = →
face amount doubtful or uncollectible accounts
11b. Over 90 days old: _____ - _____ = →
face amount doubtful or uncollectible accounts

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ _____

Part 4: Investments

13. Does the debtor own any investments?

- ☐ No. Go to Part 5.
☒ Yes. Fill in the information below.

Debtor All Year Holdings Limited
Name

Case number 21-12051 (MG)

Valuation method used for current value	Current value of debtor's interest
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14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1.		\$	
14.2.		\$	

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

	Entity	Debtor's Interest	Value of Debtor's Interest ²
15.1	101 Quincy LLC	50%	\$ 1,287,313.50
15.2	1012 Willoughby Avenue LLC	50%	\$ 446,276.50
15.3	133 Leonard LLC	50%	\$ 3,101,250.00
15.4	1044 Flushing Avenue LLC	100%	\$ 605,280.00
15.5	1055 Dean LLC	100%	\$ 1,573,594.00
15.6	1058 Bergen Street LLC	50%	\$ 453,393.00
15.7	1088 Bedford Ave LLC	50%	\$ 532,744.50
15.8	Gunther Apartments Corp	100%	\$ 365,081.00
15.9	1136 Willoughby LLC	100%	\$ 551,068.00
15.10	1159 Dean LLC	50%	\$ 547,723.50
15.11	1221 Atlantic Avenue LLC	100%	\$ 868,189.80
15.12	125 Leonard LLC	50%	\$ 3,101,250.00
15.13	132 Havemeyer St LLC	50%	\$ 1,423,339.31
15.14	Bedford Living, LLC	50%	\$ 548,198.89
15.15	132A Stanhope LLC	17%	\$ 140,904.21
15.16	The Henrica Group LLC	100%	\$ 913,843.39
15.17	1358 Dekalb LLC	50%	\$ 342,668.88
15.18	136 Kingsland LLC	50%	\$ 296,429.13
15.19	1361 Greene LLC	50%	\$ 678,250.00
15.20	WWW 888 Realty Inc.	100%	\$ 748,903.81
15.21	1418 Putnam Avenue LLC	100%	\$ 548,986.71
15.22	1420 Putnam Avenue LLC	100%	\$ 547,728.07

² THE VALUE OF THE DEBTOR'S INTERESTS IN ITS SUBSIDIARIES REFLECTS THE DEBTOR'S SHARE OF THE NET EQUITY VALUE OF THE SUBSIDIARIES, WHICH HAS BEEN CALCULATED BASED ON THE DEBTOR'S MOST RECENT APPRAISAL VALUES OF THE PROPERTIES OWNED BY SUCH SUBSIDIARIES AS OF JUNE 2020.

Debtor	<u>All Year Holdings Limited</u> Name		Case number 21-12051 (MG)	
15.23	690 Prospect PI LLC	50%	\$	1,173,820.29
15.24	143 N8 C3 Realty Investors LLC	100%	\$	1,294,381.38
15.25	145 Driggs LLC	50%	\$	543,279.29
15.26	Grove Palace LLC	100%	\$	522,648.25
15.27	Hudson View Realty LLC	50%	\$	2,178,546.00
15.28	161 Meserole LLC	50%	\$	403,557.37
15.29	161 Troutman LLC	50%	\$	232,085.34
15.30	163 Troutman Realty LLC	100%	\$	448,423.97
15.31	165 Central Avenue Realty LLC	50%	\$	184,258.62
15.32	166 Harman Realty LLC	100%	\$	560,288.39
15.33	Harman Towers LLC	50%	\$	668,747.80
15.34	170 Knickerbocker LLC	50%	\$	247,652.38
15.35	189 Menahan LLC	67%	\$	177,695.46
15.36	The Troutman Residence LLC	100%	\$	469,381.38
15.37	192 BSD Realty LLC	50%	\$	337,111.53
15.38	Ralph & Ralph Properties LLC	50%	\$	923,757.59
15.39	198 Scholes LLC	65%	\$	415,987.70
15.40	199 Weirfield LLC	50%	\$	78,250.00
15.41	212-214 Grand LLC	50%	\$	1,386,167.39
15.42	215 Himrod LLC	50%	\$	277,582.78
15.43	Dodworth Enterprise LLC	60%	\$	588,000.00
15.44	222 Stanhope II LLC	50%	\$	670,000.00
15.45	226 Troutman LLC	50%	\$	376,072.50
15.46	231 Jefferson LLC	100%	\$	681,983.00
15.47	233 Jefferson LLC	100%	\$	722,145.00
15.48	236 Meserole LLC	50%	\$	700,711.50
15.49	238 Troutman LLC	75%	\$	601,583.25
15.50	239 Troutman LLC	50%	\$	365,917.00
15.51	242 Troutman LLC	75%	\$	526,670.25
15.52	247 Troutman LLC	50%	\$	339,863.50
15.53	252 Grand LLC	50%	\$	759,617.49
15.54	254 Palmetto Street LLC	100%	\$	260,594.14

Debtor	<u>All Year Holdings Limited</u> Name	Case number 21-12051 (MG)		
15.55	259 Evergreen Realty LLC	100%	\$	1,562,192.11
15.56	271 Metropolitan LLC	58%	\$	5,870,468.10
15.57	273 Driggs LLC	50%	\$	710,952.14
15.58	273 Skillman St LLC	100%	\$	773,962.45
15.59	274 Jefferson LLC	50%	\$	770,201.24
15.60	277 Classon LLC	100%	\$	1,587,034.70
15.61	28 Wilson LLC	50%	\$	375,467.97
15.62	283 Nostrand Ave Realty LLC	50%	\$	352,351.14
15.63	30 Driggs LLC	50%	\$	346,015.91
15.64	300 Troutman LLC	90%	\$	338,505.59
15.65	305 Grand LLC	50%	\$	250,477.60
15.66	307 Devoe LLC	100%	\$	1,303,451.33
15.67	311 Melrose LLC	100%	\$	738,592.99
15.68	335 St. Nicholas LLC	100%	\$	832,302.99
15.69	360 Decatur LLC	67%	\$	793,272.95
15.70	3609 15th Avenue LLC	100%	\$	578,110.28
15.71	3611 15th Avenue LLC	50%	\$	218,764.26
15.72	378 Lewis LLC	100%	\$	1,890,495.13
15.73	78 Havemeyer LLC	50%	\$	1,416,826.55
15.74	392 St Marks LLC	50%	\$	1,960,881.11
15.75	401 Suydam LLC	50%	\$	205,151.23
15.76	Lavan Equities LLC	50%	\$	413,777.50
15.77	461 Park Place LLC	75%	\$	932,585.93
15.78	469 Park LLC	75%	\$	941,717.72
15.79	473 Park PI LLC	50%	\$	627,270.99
15.80	48 Wilson LLC	50%	\$	342,579.68
15.81	West Tremont Housing LLC	100%	\$	664,463.39
15.82	506 Dekalb LLC	100%	\$	1,495,902.15
15.83	Knickerbocker St Holdings LLC	100%	\$	4,046,562.51
15.84	533 Knickerbocker LLC	100%	\$	167,312.50
15.85	54 Lewis LLC	100%	\$	479,639.62
15.86	574 Broadway LLC	50%	\$	706,843.34
15.87	57-59 Grand St LLC	50%	\$	1,065,648.90
15.88	591 Franklin LLC	100%	\$	1,055,671.00
15.89	A & M Park Place Enterprises LLC	50%	\$	1,067,273.12
15.90	648 Myrtle Ave LLC	100%	\$	2,033,000.00

Debtor All Year Holdings Limited Case number 21-12051 (MG)
Name

15.91	65 Kent Mezz LLC	100%	\$	2,355,000.00
15.92	654 Park Place LLC	50%	\$	631,595.72
15.93	679 681 Classon Ave LLC	50%	\$	459,590.65
15.94	69 Stockholm Realty LLC	50%	\$	408,343.55
15.95	694 Franklin Avenue LLC	50%	\$	604,562.67
15.96	697 Prospect PI LLC	100%	\$	829,125.35
15.97	71 Wilson LLC	50%	\$	400,949.96
15.98	716 Jefferson Ave LLC	50%	\$	847,368.29
15.99	778 Lincoln Place LLC	50%	\$	559,122.79
15.100	79 South 6th Street LLC	50%	\$	874,956.28
15.101	82 Jefferson LLC	50%	\$	1,292,763.12
15.102	871 Grand LLC	50%	\$	537,142.78
15.103	89 North LLC	100%	\$	710,226.00
15.104	Y & M Management LLC	75%	\$	1,349,111.98
15.105	90 Wilson LLC	100%	\$	556,468.13
15.106	916 Madison St LLC	50%	\$	306,377.45
15.107	430 Albee Square LLC	100%	\$	(8,000,000.00)
15.108	Chester Holdings NY LLC	87%	\$	(2,073,296.88)
15.109	TLG North LLC	33%	\$	7,116,500.00
15.110	All Year Holdings LLC	100%	\$	55,629,954.98
15.111	YG WV LLC	100%	\$	(3,997,000.00)
15.112	Lofts on Devoe LLC	50%	\$	0

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

16.1. _____ \$ _____
16.2. _____ \$ _____

17. **Total of Part 4**

\$139,053,785.55

Add lines 14 through 16. Copy the total to line 83.

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes. Fill in the information below.

Debtor All Year Holdings Limited
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General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
20. Work in progress				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
23. Total of Part 5				\$ _____

Add lines 19 through 22. Copy the total to line 84.

24. **Is any of the property listed in Part 5 perishable?**

- ☐ No.
☐ Yes.

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No.
☐ Yes. Book value _____ Valuation method _____ Current value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☐ No.
☐ Yes.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
_____	\$ _____	_____	\$ _____
29. Farm animals <i>Examples: Livestock, poultry, farm-raised fish</i>			
_____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
_____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed			
_____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
_____	\$ _____	_____	\$ _____
33. Total of Part 6			\$ _____

Add lines 28 through 32. Copy the total to line 85.

Debtor All Year Holdings Limited
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34. Is the debtor a member of an agricultural cooperative?

- ☐ No.
☐ Yes. Is any of the debtor's property stored at the cooperative?
☐ No.
☐ Yes.

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No.
☐ Yes. Book value \$ _____ Valuation method _____ Current value \$ _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No.
☐ Yes.

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
_____	\$ _____	_____	\$ _____
40. Office fixtures			
_____	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software			
_____	\$ _____	_____	\$ _____
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. Total of Part 7

Add lines 39 through 42. Copy the total to line 86.

\$ _____

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No.
☐ Yes.

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Debtor All Year Holdings Limited
Name

Case number 21-12051 (MG)

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____

49. Aircraft and accessories

49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

_____	\$ _____	_____	\$ _____
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51. Total of Part 8

Add lines 47 through 50. Copy the total to line 87.

\$ _____

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No.
☐ Yes.

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Debtor All Year Holdings Limited
Name

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Part 9: Real property

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.
☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 <u>735 BEDFORD AVENUE A/K/A 12 SPENCER STREET, BROOKLYN, NY 11205</u>	<u>TENANT</u>	\$ _____	_____	\$ _____
55.2 _____	_____	\$ _____	_____	\$ _____
55.3 _____	_____	\$ _____	_____	\$ _____
55.4 _____	_____	\$ _____	_____	\$ _____
55.5 _____	_____	\$ _____	_____	\$ _____
55.6 _____	_____	\$ _____	_____	\$ _____

56. Total of Part 9

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ _____

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No.
☐ Yes.

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No.
☐ Yes.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets	\$ _____	_____	\$ _____
61. Internet domain names and websites	\$ _____	_____	\$ _____
62. Licenses, franchises, and royalties	\$ _____	_____	\$ _____
63. Customer lists, mailing lists, or other compilations	\$ _____	_____	\$ _____
64. Other intangibles, or intellectual property	\$ _____	_____	\$ _____
65. Goodwill	\$ _____	_____	\$ _____

66. Total of Part 10

Add lines 60 through 65. Copy the total to line 89.

\$ _____

Debtor All Year Holdings Limited
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67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No.
☐ Yes.

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No.
☐ Yes.

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

71. Notes receivable³

	<u>Description (Name of Obligor)</u>	<u>Approximate Value of Debtor's Interest</u>
71.1	Mercer Jordan Ventures LLC	\$3,608,918.36
71.2	JS Skillman NY LLC	\$5,353,790.33
71.3	1044 Flushing Avenue LLC	\$35,974.22
71.4	1055 Dean LLC	\$35,600.30
71.5	1136 Willoughby LLC	\$80,242.30
71.6	1221 Atlantic Avenue LLC	\$38,346.11
71.7	The Henrica Group LLC	\$46,718.51
71.8	273 Skillman LLC	\$298,621.56
71.9	277 Classon LLC	\$29,278.49
71.10	307 Devoe LLC	\$25,580.75
71.11	378 Lewis LLC	\$56,755.09
71.12	506 Dekalb LLC	\$101,524.63
71.13	54 Lewis LLC	\$28,700.53
71.14	141 Spencer LLC	\$507,151.61
71.15	1418 Putnam Avenue LLC	\$26,255.82
71.16	1420 Putnam Avenue LLC	\$23,271.19
71.17	143 N8 C3 Realty Investors LLC	\$154,036.56
71.18	Grove Palace LLC	\$46,106.13
71.19	163 Troutman Realty LLC	\$3,721.47

³ THE DEBTOR HAS MADE INTERCOMPANY LOANS TO CERTAIN OF ITS SUBSIDIARIES. LOANS TO SUBSIDIARIES IN WHICH THE DEBTOR IS THE SOLE MEMBER HAVE A TOTAL OUTSTANDING BALANCE OF APPROXIMATELY \$3,203,890 AND LOANS TO SUBSIDIARIES IN WHICH THE DEBTOR IS NOT THE SOLE MEMBER HAVE A TOTAL OUSTANDING BALANCE OF APPROXIMATELY \$3,378,728.

Debtor All Year Holdings Limited Case number 21-12051 (MG)
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71.20	166 Harman Realty LLC	\$9,982.15
71.21	169 Graham LLC	\$571,321.89
71.22	The Troutman Residence LLC	\$54,387.38
71.23	231 Jefferson LLC	\$13,375.22
71.24	233 Jefferson LLC	\$16,335.05
71.25	234-236 North 11th LLC	\$55,435.39
71.26	254 Palmetto Street LLC	\$35,010.27
71.27	259 Evergreen Realty LLC	\$58,539.71
71.28	311 Melrose LLC	\$19,777.64
71.29	3535 St. Nicholas LLC	\$50,486.17
71.30	3609 15th Avenue LLC	\$74,569.39
71.31	West Tremont LLC	\$211,089.00
71.32	591 Franklin LLC	\$169,930.06
71.33	648 Myrtle Ave LLC	\$202,873.13
71.34	65 Kent Avenue LLC	\$34,322.33
71.35	697 Prospect PI LLC	\$47,334.05
71.36	90 Wilson LLC	\$50,092.83
71.37	1000 Broadway LLC	\$432,957.68
71.38	101 Quincy LLC	\$49,241.76
71.39	1058 Bergen Street LLC	\$12,763.87
71.40	1088 Bedford Ave LLC	\$80,397.41
71.41	1159 Dean LLC	\$41,825.88
71.42	125 Leonard LLC & 133 Leonard LLC	\$37,555.09
71.43	132 Havemeyer St LLC	\$20,269.56
71.44	Bedford Living, LLC	\$17,904.93
71.45	136 Kingsland LLC	\$61,602.08
71.46	1361 Greene LLC	\$48,444.17
71.47	690 Prospect PI LLC	\$78,287.89
71.48	145 Driggs LLC	\$45,841.64
71.49	161 Meserole LLC	\$11,057.06
71.50	161 Troutman LLC	\$8,442.94
71.51	165 Central Avenue Realty LLC	\$25,001.76
71.52	170 Knickebocker LLC	\$1,070.67
71.53	188 South 3rd Street LLC	\$315,083.95
71.54	189 Menahan LLC	\$17,344.00
71.55	192 BSD Realty LLC	\$16,244.82
71.56	198 Scholes LLC	\$44,830.11
71.57	212-214 Grand LLC	\$112,543.98

Debtor All Year Holdings Limited
Name

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71.58	215 Himrod LLC	\$53,076.72
71.59	222 Stanhope II LLC	\$39,508.08
71.60	226 Troutman LLC	\$47,040.13
71.61	236 Meserole LLC	\$20,267.87
71.62	239 Troutman LLC	\$30,294.69
71.63	252 Grand LLC	\$50,431.40
71.64	273 Driggs LLC	\$18,676.11
71.65	274 Jefferson LLC	\$40,631.05
71.66	28 Wilson LLC	\$24,038.17
71.67	283 Nostrand Ave Realty LLC	\$39,870.27
71.68	30 Driggs LLC	\$42,484.66
71.69	300 Troutman LLC	\$26,972.23
71.70	305 Grand LLC	\$43,881.60
71.71	360 Decatur LLC	\$140,780.73
71.72	78 Havemeyer LLC	\$69,211.46
71.73	392 St Marks LLC	\$572.89
71.74	401 Suydam LLC	\$19,218.47
71.75	Lavan Equities LLC	\$24,946.32
71.76	461 Park Place LLC	\$37,077.95
71.77	48 Wilson LLC	\$30,717.21
71.78	527 & 531 Knickerbocker LLC	\$318,836.47
71.79	574 Broadway LLC	\$14,801.77
71.80	57-59 Grand St LLC	\$97,647.49
71.81	A&M Park Place Enterprises LLC	\$137,068.64
71.82	679 - 681 Classon Avenue LLC	\$50,399.01
71.83	69 Stockholm Street LLC	\$72,198.14
71.84	694 Franklin Avenue LLC	\$9,942.18
71.85	716 Jefferson Ave LLC	\$54,029.53
71.86	778 Lincoln Place LLC	\$285,378.11
71.87	79 South 6th Street LLC	\$6,540.27
71.88	871 Grand LLC	\$31,170.12
71.89	916 Madison St LLC	\$32,716.38
71.90	Evergreen Gardens I LLC	\$2,197,097.00

\$17,761,689.99 – _____ = \$17,761,689.99

Total face amount doubtful or uncollectible accounts

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____

Debtor All Year Holdings Limited
Name

Case number 21-12051 (MG)

Tax year _____ \$ _____

73. Interests in insurance policies or annuities

<u>Insurance Company</u>	<u>Insurance Policy No.</u>	<u>Current Value of Debtor's Interest</u>
73.1. LLOYDS OF LONDON	B0595FD1657802021	UNDETERMINED

74. Causes of action against third parties (whether or not a lawsuit has been filed)

74.1. ALL YEAR HOLDINGS LIMITED, INDIVIDUALLY AND ON BEHALF OF LOFTS ON DEVOE LLC V. ABRAHAM GREENHUT A/K/A ABRAHAM GRUNHUT AND DEVOE RESIDENCE LLC

UNDETERMINED

Nature of claim	QUIET TITLE ACTION
Amount requested	UNDETERMINED

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

75.1. YOEL GOLDMAN, ET AL. V GRAND LIVING II, LLC, ET AL, INDEX NUMBER 518781/2020 & 503207/2021 & CASE NUMBER 19-23957 (RDD)

\$4,700,000.00

Nature of claim	SETTLEMENT AGREEMENT DATED 08/30/2021
Amount requested	\$4,700,000.00

76. Trusts, equitable or future interests in property

\$ _____

77. Other property of any kind not already listed *Examples: Season tickets, country club membership*

\$ _____
\$ _____

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$22,461,689.99

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No.
☐ Yes.

Part 12:

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$4,022,861.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$12,242,485.56</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$139,053,785.55</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0</u>	

Debtor All Year Holdings Limited
Name

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87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0	
88. Real property. Copy line 56, Part 9.....→		\$0
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0	
90. All other assets. Copy line 78, Part 11.	\$22,461,689.99	
91. Total. Add lines 80 through 90 for each column.91a.	\$177,780,822.10	+ 91b \$0
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		\$177,780,822.10

Fill in this information to identify the case:

Debtor name: All Year Holdings Limited

United States Bankruptcy Court for the: Southern District of New York
(State)

Case number (if known): 21-12051 (MG)

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	<p>Creditor's name PILGRIM CHESTER LENDER, LLC</p> <p>Creditor's mailing address 360 HAMILTON AVENUE, STE 1110 WHITE PLAINS, NY 10601</p> <p>Creditor's email address, if known gkatz@downtownlp.com</p> <p>Date debt was incurred 02/26/2018 Last 4 digits of account number - - - -</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority.</p>	<p>Describe debtor's property that is subject to a lien DEBTOR'S 86.5% INTEREST IN CHESTER HOLDINGS NY LLC</p> <p>Describe the lien PLEDGE OF EQUITY IN DEBTOR'S SUBSIDIARY</p> <p>Is the creditor an insider or related party? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p>	<p>\$10,000,000.00</p> <p>\$12,170,000.00¹</p>
3.	Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.	\$10,000,000.00	

¹ NO APPRAISAL OF THE PROPERTY HAS BEEN CONDUCTED; THE VALUE LISTED ABOVE REFLECTS THE PURCHASE PRICE OF THE UNDERLYING PROPERTY.

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
COOPERMAN LESTER MILLER CARUS LLP		
1129 NORTHERN BOULEVARD, SUITE 402	Line 2.1	_____
MANHASSET, NEW YORK 11030		

Fill in this information to identify the case:

Debtor: All Year Holdings Limited
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (if known): 21-12051 (MG)

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☒ No. Go to Part 2.
☐ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address Date or dates debt was incurred _____ Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
2.2	Priority creditor's name and mailing address Date or dates debt was incurred _____ Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
2.3	Priority creditor's name and mailing address Date or dates debt was incurred _____ Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.¹

		Amount of claim
3.1	Nonpriority creditor's name and mailing address <u>BLANK ROME LLP</u> <u>1271 AVENUE OF THE AMERICAS</u> <u>NEW YORK, NEW YORK 10020</u> Date or dates debt was incurred <u>VARIOUS</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: UNKNOWN <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>LEGAL FEES</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.2	Nonpriority creditor's name and mailing address <u>DCP KINGS POINTS LLC</u> <u>360 HAMILTON AVENUE, SUITE 1110</u> <u>WHITE PLAINS, NEW YORK 10601</u> Date or dates debt was incurred <u>04/23/2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: \$3,600,000.00 <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>MEZZANINE LOAN</u> <u>GUARANTY</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.3	Nonpriority creditor's name and mailing address <u>DOWNTOWN CAPITAL PARTNERS, LLC</u> <u>360 HAMILTON AVENUE, SUITE 1110</u> <u>WHITE PLAINS, NEW YORK 10601</u> Date or dates debt was incurred <u>12/05/2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: \$56,900,000.00 <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>PREFERRED</u> <u>EQUITY GUARANTY</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.4	Nonpriority creditor's name and mailing address <u>MISHMERET TRUST COMPANY LTD.</u> <u>OF 48 DERECH MENCHAEM BEGIN</u> <u>TEL AVIV-YAFO, ISRAEL 6618003</u> Date or dates debt was incurred <u>12/25/2016</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: ILS 440,161,597 (\$141,941,824) <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>SERIES B</u> <u>DEBENTURES</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
3.5	Nonpriority creditor's name and mailing address <u>MISHMERET TRUST COMPANY LTD.</u> <u>OF 48 DERECH MENCHAEM BEGIN</u> <u>TEL AVIV-YAFO, ISRAEL 6618003</u> Date or dates debt was incurred <u>02/19/2017</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: ILS 641,606,871 (\$206,903,215) ² <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>SERIES C</u> <u>DEBENTURES</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

¹ UNSECURED CLAIM AMOUNTS FOR MISHMERET TRUST COMPANY LTD. ARE AS OF DECEMBER 13, 2021 AND WERE CONVERTED FROM ILS TO USD ON THE SAME DATE.

² THE SERIES C DEBENTURES WERE SECURED BY A MORTGAGE DELIVERED BY A SUBSIDIARY OF THE DEBTOR, WHICH JOINTLY OWNS A PROPERTY LOCATED IN BROOKLYN, NEW YORK, KNOWN AS THE WILLIAM VALE. THE MORTGAGE SECURED BY THE WILLIAM VALE WAS MADE IN FAVOR OF THE DEBTOR AND FURTHER SECURED BY A COLLATERAL ASSIGNMENT OF SUCH MORTGAGE IN FAVOR OF THE SERIES C DEBENTURES WHICH WAS SUBSEQUENTLY ASSIGNED IN MARCH, 2021 TO MISHMERET TRUST COMPANY LTD., AS TRUSTEE FOR THE SERIES C DEBENTURES.

3.6	Nonpriority creditor's name and mailing address <u>MISHMERET TRUST COMPANY LTD.</u> <u>OF 48 DERECH MENCHAEM BEGIN</u> <u>TEL AVIV-YAFO, ISRAEL 6618003</u> Date or dates debt was incurred <u>06/27/2017</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: ILS 562,912,019 (\$181,525,965) <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>SERIES D</u> <u>DEBENTURES</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
3.7	Nonpriority creditor's name and mailing address <u>MISHMERET TRUST COMPANY LTD.</u> <u>OF 48 DERECH MENCHAEM BEGIN</u> <u>TEL AVIV-YAFO, ISRAEL 6618003</u> Date or dates debt was incurred <u>02/04/2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: ILS 106,433,061 (\$34,322,174) ³ <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>SERIES E</u> <u>DEBENTURES</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
3.8	Nonpriority creditor's name and mailing address <u>MREF REIT LENDER 9 LLC</u> <u>60 COLUMBUS CIRCLE, 20TH FLOOR</u> <u>NEW YORK, NY 10023</u> Date or dates debt was incurred <u>02/12/2019</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: UNKNOWN <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>CLAIMS RELATED</u> <u>TO MEZZANINE LOAN</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
3.9	Nonpriority creditor's name and mailing address <u>TAZ PARTNERS LLC</u> <u>22 PLEASANT VALLEY RIDGE ROAD</u> <u>SPRING VALLEY, NEW YORK 10977</u> Date or dates debt was incurred <u>12/10/2020</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: \$37,870,000 ⁴ <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>CONFESSION OF</u> <u>JUDGMENT</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

³ PURSUANT TO THE JOINT CHAPTER 11 PLAN OF EVERGREEN GARDENS MEZZ LLC, EVERGREEN GARDENS I LLC, AND EVERGREEN GARDENS II LLC, WHICH BECAME EFFECTIVE AND WAS SUBSTANTIALLY CONSUMMATED ON DECEMBER 2, 2021, THE HOLDERS OF THE ALLOWED SERIES E BOND CLAIMS RECEIVED A DISTRIBUTION FROM EVERGREEN GARDENS II LLC ON ACCOUNT OF SUCH ALLOWED CLAIMS. THE CLAIM AMOUNT PROVIDED HEREIN REFLECTS THE SERIES E BONDHOLDERS' DEFICIENCY CLAIM AGAINST THE DEBTOR, AS A CO-OBLIGOR UNDER THE SERIES E BONDS. THE SERIES E BONDHOLDERS, HOWEVER, HAVE INDICATED THAT THEY MAY ASSERT A CLAIM AGAINST THE DEBTOR FOR ALL PRINCIPAL AND UNPAID INTEREST ON THE SERIES E BONDS.

⁴ PRIOR TO THE DATE HEREOF, A CONFESSION OF JUDGMENT IN FAVOR OF TAZ PARTNERS LLC WAS UNILATERALLY ENTERED INTO BY THE YOEL GOLDMAN ON BEHALF OF THE DEBTOR. ON DECEMBER 9, 2021, A JUDGMENT IN THE AMOUNT OF \$37,870,000 IN CONNECTION WITH THAT CERTAIN CONFESSION OF JUDGMENT WAS ENTERED BY THE CLERK FOR THE KINGS COUNTY SUPREME COURT.

Part 3: List Others to Be Notified About Unsecured Claims

- 4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2.** Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.
If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	AKIN GUMP ATTN: FRANK REDDICK, ESQ. 1999 AVENUE OF THE STARS, SUITE 600 LOS ANGELES, CA 90067	LINES 3.2 & 3.3 <input type="checkbox"/> Not listed. Explain _____	____ _
4.2	BLANK ROME LLP ATTN: STEPHEN E. TISMAN, ESQ. 1271 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10020	LINE 3.1 <input type="checkbox"/> Not listed. Explain _____	____ _
4.3	CHAPMAN & CUTLER LLP ATTN: MICHAEL FRIEDMAN, ESQ. 1270 SIXTH AVENUE NEW YORK, NY 10020	LINES 3.4 THROUGH 3.7 <input type="checkbox"/> Not listed. Explain _____	____ _
4.4	GOODWIN PROCTER LLP ATTN: KIZZY L. JARASHOW, ESQ. 620 EIGHTH AVENUE NEW YORK, NY 10018	LINE 3.8 <input type="checkbox"/> Not listed. Explain _____	____ _
4.5	LIPSIUS-BENHAİM LAW ATTN: IRA LIPSIUS, ESQ. 80-02 KEW GARDENS BLVD., SUITE 1030 KEW GARDENS, NY 11415	LINE 3.9 <input type="checkbox"/> Not listed. Explain _____	____ _

Part 4:		Total Amounts of the Priority and Nonpriority Unsecured Claims	
5. Add the amounts of priority and nonpriority unsecured claims.			
			Total of claim amounts
5a. Total claims from Part 1	5a.		\$0
5b. Total claims from Part 2	5b.	+	\$663,063,178
5c. Total of Parts 1 and 2	5c.		\$663,063,178

Fill in this information to identify the case:

Debtor name: All Year Holdings Limited
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (If known): 21-12051 (MG) Chapter 11

☐ Check if this an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	OFFICE LEASE - 735 BEDFORD AVE. AKA 12 SPENCER ST, 3 RD FLOOR, BROOKLYN, NY 11205 - TENANT	735 BEDFORD LLC (LANDLORD) ATTN: MARK NUSSBAUM
	State the term remaining	TERMINATION DATE ON 05/01/2022	225 BROADWAY, 39 TH FLOOR, NEW YORK, NY 10007
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest	CRO SERVICES AGREEMENT – HIRING AGENT	CIRCLE INVESTMENTS LLC 245 EAST 58 TH STREET
	State the term remaining	N/A; 30-DAYS NOTICE TO TERMINATE	NEW YORK, NEW YORK 10022
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest	ENGAGEMENT AGREEMENT FOR ARO SERVICES – HIRING AGENT	ARBEL CAPITAL ADVISORS LLC 4 WAVERLY PLACE
	State the term remaining	N/A; 30-DAYS NOTICE TO TERMINATE	LAWRENCE, NEW YORK 11559
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest	PRIMARY DIRECTOR'S AND OFFICER'S LIABILITY INSURANCE – INSURED – POLICY NO. B0595FD165780202	LLOYDS OF LONDON ATTENTION: LEGAL DEPARTMENT
	State the term remaining	TERMINATION DATE ON 06/17/2022	280 PARK AVENUE, EAST TOWER
	List the contract number of any government contract		25 TH FLOOR, NEW YORK, NY 11017

Debtor All Year Holdings Limited
Name

Case number 21-12051 (MG)

2.5	State what the contract or lease is for and the nature of the debtor's interest	<u>EXCLUSIVE AGREEMENT -</u> <u>RECAPITALIZATION AGREEMENT</u> <u>(AS AMENDED)</u>	<u>MERIDIAN CAPITAL GROUP LLC</u> <u>1 BATTERY PARK PLAZA, 26TH FLOOR</u>
	State the term remaining	<u>TERMINATION DATE ON 12/24/2021</u>	<u>NEW YORK, NEW YORK 10004</u>
	List the contract number of any government contract		
2.6	State what the contract or lease is for and the nature of the debtor's interest	<u>EXCLUSIVE BROKERAGE</u> <u>AGREEMENT – FINANCING</u> <u>(AS AMENDED)</u>	<u>MERIDIAN CAPITAL GROUP LLC</u> <u>1 BATTERY PARK PLAZA, 26TH FLOOR</u>
	State the term remaining	<u>TERMINATION DATE ON 12/24/2021</u>	<u>NEW YORK, NEW YORK 10004</u>
	List the contract number of any government contract		
2.7	State what the contract or lease is for and the nature of the debtor's interest	<u>ADMINISTRATIVE SERVICES</u> <u>AGREEMENT</u>	<u>ALL YEAR MANAGEMENT LLC</u> <u>199 LEE AVENUE, #693</u>
	State the term remaining	<u>N/A; 90-DAYS NOTICE TO</u> <u>TERMINATE OR DATE THAT</u> <u>DEBTOR HAS NO OUTSTANDING</u> <u>DEBENTURES IN ISRAEL, THE</u> <u>EARLIER THEREOF</u>	<u>BROOKLYN, NEW YORK 11211</u>
	List the contract number of any government contract		

Fill in this information to identify the case:

Debtor name: All Year Holdings Limited
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (If known): 21-12051 (MG)

☐ Check if this an amended filing

Official Form 206H
Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes.

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor				Column 2: Creditor	
Name	Mailing address			Name	Check all schedules that apply:
2.1 <u>YOEL GOLDMAN</u>	<u>141 SKILLMAN STREET</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11205</u> City State Zip Code	<u>PILGRIM CHESTER LENDER, LLC; DCP KINGS POINT LLC; DOWNTOWN CAPITAL PARTNERS, LLC; MREF REIT LENDER 9 LLC; TAZ PARTNERS, LLC</u>	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G		
2.2 <u>ALL YEAR HOLDINGS LLC</u>	<u>199 LEE AVENUE, #693</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11221</u> City State Zip Code	<u>DOWNTOWN CAPITAL PARTNERS, LLC</u>	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G		
2.3 <u>ALL YEAR HOLDINGS COMMON LLC</u>	<u>199 LEE AVENUE, #693</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11221</u> City State Zip Code	<u>DOWNTOWN CAPITAL PARTNERS, LLC</u>	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G		
2.4 <u>GREENS AT CHESTER LLC</u>	<u>65 STEUBEN STREET</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11205</u> City State Zip Code	<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G		
2.5 <u>JEHUDA LANDAU</u>	<u>104 HEWES STREET</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11249</u> City State Zip Code	<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G		
2.6 <u>SAMUEL LANDAU</u>	<u>103 DIVISION AVENUE</u> Street <u>BROOKLYN</u> <u>NY</u> <u>11249</u> City State Zip Code	<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G		
2.7 <u>CHAIM SCHWARTZ</u>	<u>19 PRAG BOULEVARD, #202</u> Street <u>MONROE</u> <u>NY</u> <u>10950</u> City State Zip Code	<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G		
2.8 <u>CHESTER HOLDINGS NY LLC</u>	<u>199 LEE AVENUE, #693</u> Street	<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G		

Debtor All Year Holdings Limited
Name

Case number 21-12051 (MG)

		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11249</u> Zip Code		
2.9	<u>YANKIE ROCHLITZ</u>	<u>26 HEYWARD STREET, 3L</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11211</u> Zip Code		
2.10	<u>LIPA MEISELS</u>	<u>670 MYRTLE AVENUE, #158</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11205</u> Zip Code		
2.11	<u>DRH CHESTER LLC</u>	<u>360 HAMILTON AVENUE, SUITE 1110</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>WHITE PLAINS</u> City	<u>NY</u> State	<u>10601</u> Zip Code		
2.12	<u>GARY KATZ</u>	<u>360 HAMILTON AVENUE, SUITE 1110</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>WHITE PLAINS</u> City	<u>NY</u> State	<u>10601</u> Zip Code		
2.13	<u>DAVID BILLET</u>	<u>360 HAMILTON AVENUE, SUITE 1110</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>WHITE PLAINS</u> City	<u>NY</u> State	<u>10601</u> Zip Code		
2.14	<u>ALTER BITTMAN</u>	<u>43 SKILLMAN STREET, #3-B</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11249</u> Zip Code		
2.15	<u>ROLLINGS HILLS CHESTER LLC</u>	<u>1407 6TH STREET</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11219</u> Zip Code		
2.16	<u>JOEL GRUNFELD</u>	<u>1407 6TH STREET</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>BROOKLYN</u> City	<u>NY</u> State	<u>11219</u> Zip Code		
2.17	<u>DOV TRATNER</u>	<u>80-02 KEW GARDENS ROAD, SUITE 605</u> Street			<u>PILGRIM CHESTER LENDER, LLC</u>	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
		<u>KEW GARDENS</u> City	<u>NY</u> State	<u>11415</u> Zip Code		

Fill in this information to identify the case:

Debtor name: All Year Holdings Limited
United States Bankruptcy Court for the Southern District of New York
(State)
Case number (If known): 21-12051 (MG)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- ☒ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☒ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☒ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☒ Schedule H: Codebtors (Official Form 206H)
- ☒ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule ____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12 / 28 / 2021
MM / DD / YYYY

X

Signature of individual signing on behalf of debtor

Assaf Ravid
Printed name

CEO & CRO of All Year Holdings Limited
Position or relationship to debtor